

ORIGINAL

Andrew M. Genser (AG6823)

KIRKLAND & ELLIS LLP
Citigroup Center
153 East 53rd Street
New York, New York 10022-4611
Telephone: (212) 446-4800
Facsimile: (212) 446-4900

UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK

CSX CORPORATION,

Plaintiff,

v.

THE CHILDREN'S INVESTMENT FUND
MANAGEMENT (UK) LLP, THE
CHILDREN'S INVESTMENT FUND
MANAGEMENT (CAYMAN) LTD., THE
CHILDREN'S INVESTMENT MASTER
FUND, 3G CAPITAL PARTNERS LTD., 3G
CAPITAL PARTNERS, L.P., 3G FUND, L.P.,
CHRISTOPHER HOHN, SNEHAL AMIN
AND ALEXANDRE BEHRING, A/K/A
ALEXANDRE BEHRING COSTA,

Defendants.

ECF Case

08 Civ. 02764 (LAK) (KNF)

**NOTICE OF MOTION TO ADMIT
COUNSEL *PRO HAC VICE***

FILED
U.S. DISTRICT COURT
SOUTHERN DISTRICT OF N.Y.
APR 21 2008
CLERK

PURSUANT TO RULE 1.3(c) of the Local Rules of the United States District

Courts for the Southern and Eastern Districts of New York, I, Sudwiti Chanda, a member in
good standing of the bar of this Court, hereby move for an Order allowing the admission pro hac
vice of:

Applicant's Name:	Brian W. Song
Firm name:	Kirkland & Ellis
Address:	153 East 53rd Street
City / State / Zip:	New York, NY 10128
Phone Number:	(212) 446-4756
Fax Number:	(212) 446-4900


Brian W. Song is a member in good standing of the Bar of the States(s) of New
York and Massachusetts.

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APR 21 2008
Se & Helson

There are no pending disciplinary proceedings against Brian W. Song in any State or Federal court.

Dated: April 21, 2008

New York, New York



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Attorneys for Defendants 3G Capital Partners
Ltd., 3G Capital Partners, L.P., 3G Fund, L.P.
and Alexandre Behring

UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK

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**AFFIDAVIT OF ANDREW M. GENSER
IN SUPPORT OF MOTION TO ADMIT
COUNSEL *PRO HAC VICE***

STATE OF NEW YORK)
)
COUNTY OF NEW YORK) ss.:

Andrew M. Genser, being duly sworn, hereby deposes and says as follows:

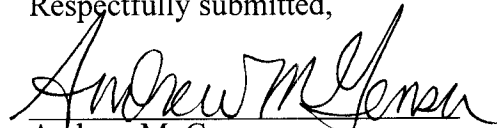
1. I am Andrew M. Genser, counsel for Defendants 3G Capital Partners Ltd., 3G Capital Partners, L.P., 3G Fund, L.P. and Alexandre Behring in the above captioned action. I am familiar with the proceedings in this case. I make this statement based on my personal knowledge of the facts set forth herein and in support of Defendants' motion to admit Brian W. Song as counsel *pro hac vice* to represent Plaintiff in this matter.
2. I am a member in good standing of the bar of the New York, and was admitted to practice law in 1995. I am also admitted to the bar of the United States District Court for the Southern District of New York, and am in good standing with this Court.
3. I have known Brian W. Song since January 2007.
4. Applicant is an attorney at Kirkland & Ellis LLP, 153 East 53rd Street, New York NY 10022
5. I have found Brian W. Song to be a skilled attorney and a person of integrity. He is experienced in Federal practice and is familiar with the Federal Rules of Procedure.
6. Accordingly, I am pleased to move the admission of Brian W. Song, *pro hac vice*.

7. In support of this motion, I submit Certificates of Good Standing of Brian W. Song, which are attached hereto as Exhibit A.
8. I respectfully submit a proposed order gaining the admission of Brian W. Song, *pro hac vice*, which is attached hereto as Exhibit B.

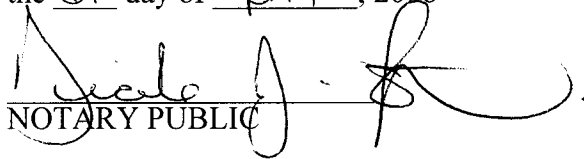
WHEREFORE it is respectfully requested that the motion to admit Brian W. Song, *pro hac vice*, to represent Plaintiff in the above captioned matter, be granted.

Dated: April 21, 2008
New York, New York

Respectfully submitted,


Andrew M. Genser

Sworn to before me
the 21st day of April, 2008


NOTARY PUBLIC

NICOLE J. STEVENSON
NOTARY PUBLIC, State of New York
No. 01876103007
Qualified in Westchester County
Commission Expires April 9, 2011

CERTIFICATE OF SERVICE

I hereby certify that on this 21st day of April 2008, I caused a copy of the foregoing MOTION FOR ADMISSION PRO HAC VICE to be served on the following counsel in the manner indicated:

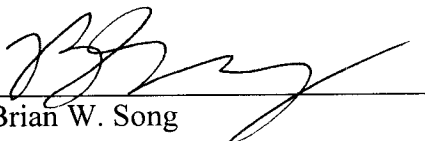
By Electronic Mail and First Class Mail:

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Brian W. Song

**Appellate Division of the Supreme Court
of the State of New York
First Judicial Department**

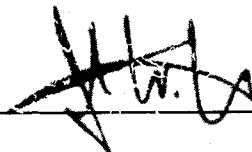
I, John M. McConnell, Clerk of the Appellate Division of the Supreme Court of the State of New York, First Judicial Department, certify that

BRIAN WOO HYON SONG

was duly licensed and admitted to practice as an Attorney and Counsellor at Law in all the courts of the State of New York on the 13th day of September, 2004 has duly taken and subscribed the oath of office prescribed by law, has been enrolled in the Roll of Attorneys and Counsellors at Law on file in my office, has duly registered with the administrative office of the courts, and according to the records of this court is in good standing as an attorney and counsellor at law.

In Witness Whereof, I have hereunto set my
hand and affixed the seal of this court on

April 21, 2008



Clerk of the Court

COMMONWEALTH OF MASSACHUSETTS

SUFFOLK, SS.

BE IT REMEMBERED, that at the Supreme Judicial Court holden at Boston within and for said County of Suffolk, on the **eighteenth** day of **December** A.D. **2002**, said Court being the highest Court of Record in said Commonwealth:

Brian Song

being found duly qualified in that behalf, and having taken and subscribed the oaths required by law, was admitted to practice as an Attorney, and, by virtue thereof, as a Counsellor at Law, in any of the Courts of the said Commonwealth: that said Attorney is at present a member of the Bar, and is in good standing according to the records of this Court*.

In testimony whereof, I have hereunto set my hand and affixed the seal of said Court, this **eleventh** day of **April**

in the year of our Lord **two thousand and eight**.



Maura S. Doyle
MAURA S. DOYLE, Clerk

* Records of private discipline, if any, such as a private reprimand imposed by the Board of Bar Overseers or by any court, are not covered by this certification.

UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK

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Plaintiff,

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Defendants.

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**ORDER FOR ADMISSION *PRO HAC*
VICE ON WRITTEN MOTION**

Upon the motion of Andrew M. Genser, attorney for Defendants 3G Capital Partners Ltd., 3G Capital Partners, L.P., 3G Fund, L.P. and Alexandre Behring and said sponsor attorney's affidavit of support:

IT IS HEREBY ORDERED that

Applicants Name: Brian W. Song
Firm Name: Kirkland & Ellis
Address: 153 East 53rd Street
City / State / Zip: New York, NY 10128
Telephone / Fax: (212) 446-4756/ 4900
Email Address: bsong@kirkland.com

is admitted to practice *pro hac vice* as counsel for Defendants 3G Capital Partners Ltd., 3G Capital Partners, L.P., 3G Fund, L.P. and Alexandre Behring in the above captioned case in the United States District Court for the Southern District of New York. All attorneys appearing before this Court are subject to the Local Rules of this Court, including the Rules governing discipline of attorneys. If this action is assigned to the Electronic Case Filing (ECF)

system, counsel shall immediately apply for an ECF password at www.nysd.uscourts.gov.

Counsel shall forward the *pro hac vice* fee to the Clerk of Court.

Dated:

New York, New York

United States District Judge